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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

IN RE UKG INC CYBERSECURITY
LITIGATION

THIS DOCUMENT RELATES TO:

All Actions.

Case No. 3:22-cv-00346-SI

**DECLARATION OF PATRICK M.
PASSARELLA OF KROLL
SETTLEMENT ADMINISTRATION
LLC REGARDING POST-
DISTRIBUTION ACCOUNTING**

Judge: Hon. Susan Illston

I, Patrick M. Passarella, declare as follows:

1. I am a Senior Director of Kroll Settlement Administration LLC (“Kroll”),¹ the Settlement Administrator appointed in the above-captioned case, whose principal office is located at 2000 Market Street, Suite 2700, Philadelphia, Pennsylvania 19103. I am over 21 years of age and am authorized to make this declaration on behalf of Kroll and myself. The following statements are based on my personal knowledge and information provided by other experienced Kroll employees working under my general supervision. This declaration is being filed in order to provide a post-distribution accounting to the Court following entry of the Final Approval Order on November 21, 2023.

¹ Capitalized terms used but not defined herein shall have the meanings ascribed in the Settlement Agreement (as defined below).

1 2. Kroll was appointed as the Settlement Administrator to provide notification and
2 administration services in connection with the Settlement Agreement and Release (the “Settlement
3 Agreement”) entered into in this Action. Kroll’s duties leading up to and following Final Approval
4 of the Settlement included: (a) filing a declaration in connection with Final Approval; (b) finalizing
5 the validation of Claim Forms submitted; (c) calculating payment amounts to eligible Claimants;
6 (d) issuing distribution payments; and (e) such other tasks as counsel for the Parties or the Court
7 orders Kroll to perform.

8 3. This declaration supplements the *Declaration of Scott M. Fenwick of Kroll Settlement*
9 *Administration LLC in Connection with Final Approval of Settlement*, filed August 14, 2023, and
10 the *Supplemental Declaration of Scott M. Fenwick of Kroll Settlement Administration in*
11 *Connection with Final Approval of Settlement*, filed November 15, 2023. These declarations are
12 incorporated herein by reference in their entirety.

13 4. On November 21, 2023, the Court entered the Final Approval Order in this Action.
14 Among other things, the Court therein awarded (a) Class Counsel attorneys’ fees in the amount of
15 \$1,835,493 and costs in the amount of \$27,163.33; (b) \$7,500.00 to each of the four (4) Settlement
16 Class Representatives; and (c) the Settlement Administration \$862,380.39 for actual expenses
17 incurred in administering the Settlement as of November 15, 2023, with an estimated additional
18 \$150,000 in expenses to complete settlement administration

19 5. As of December 12, 2023, Kroll had received 20,992 valid Claim Forms, including
20 the thirteen (13) untimely but otherwise valid claims approved by the Court in the Final Approval
21 Order.

22 6. Kroll has calculated the payment amount for each eligible Claimant pursuant to the
23 allocation guidelines set forth in Section IV of the Settlement Agreement.

24 7. On December 12, 2023, Kroll issued distribution payments to the 20,992 valid
25 Claimants, for a total distribution of \$2,592,584.66. An example of the payment letter
26 accompanying the distribution payments is attached hereto as **Exhibit A**.

1 8. As of June 28, 2024, 130 of the issued distribution payments remain uncleared, for a
 2 total of \$16,232.99. Each of the 130 uncashed checks are past their stale date and have been voided.
 3 Accordingly, \$16,232.99 is included in the *Cy Pres* distribution below.

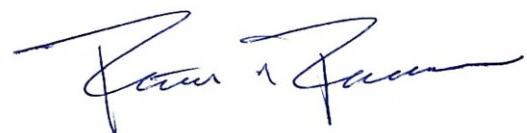
4 9. In accordance with the terms of the Settlement Agreement and Kroll's procedures,
 5 Kroll expects to issue the *Cy Pres* payment on or around December 9, 2024.

6 10. Following is a post-distribution accounting:

Total Nationwide Class Members	Unknown
Total Exfiltration Subclass Members	19,852
Types of Notices	Mail, email, publication, online advertising.
Notices mailed	19,852
Mailed Notices not returned	19,422
Notices emailed	43,958
Emailed Notices not rejected/bounced back	32,835
Opt-outs filed (including one late)	4
Opt-outs as a percent of the Class	< 0.1%
Objections filed	0
Objections as a percent of the Class	0%
Claim Forms submitted for Nationwide Class	138,002
Claim Forms submitted by Exfiltration Subclass	1,637
Claims submitted as a percent of the Exfiltration Subclass	8.2%
Gross Settlement Fund ("GSF")	\$5,500,000
Interest accrued	\$603.68
Administrative fees/costs	\$957,493.89
Class Counsel fees awarded	\$1,835,493
Class Counsel costs	\$27,163.33
Class Counsel fees awarded as a % of the GSF	33.4%
Class Counsel's lodestar	\$1,311,066
Class Counsel's lodestar multiplier	1.4
Payment/distribution type	Paper Checks, ACH, E-Mastercard, PayPal, Venmo, and Zelle
Number of payments	20,992
Total distributed	\$2,592,584.66

1	Average payment	\$123.50
2	Median payment	\$110.81
3	Smallest payment	\$13.01
4	Largest payment	\$1,705.81
5	Checks/payments not cleared	130
6	Amount of checks/payments not cleared	\$16,232.99
7	Privacy Rights Clearinghouse payment (<i>Cy Pres</i>)	\$73,906.97

I declare under penalty of perjury under the laws of the United States that the above is true and correct to the best of my knowledge and that this declaration was executed on June 28, 2024, in Delaware, Ohio.



PATRICK M. PASSARELLA

Exhibit A

Kronos Private Cloud Settlement
c/o Kroll Settlement Administration LLC
P.O. Box 225391
New York, NY 10150-5391

Reference Number: <<refnum>>
Check Number: <<checknumber>>
Check Amount: <<amount>>
Check Date: <<date>>

<Reference Number Barcode>>

<<Reference Number>>

<<First Name>> <<LastName>>
<<Company>>
<<Address1>>
<<Address2>>
<<City>>, <<State>> <<Zip>>

The attached check represents your full and final payment in connection with *In re UKG Inc. Cybersecurity Litigation* Master Docket, No. 3:22-cv-00346 (N.D. Cal.).

This payment is tendered to you as a Claimant in consideration for your release from liability of Defendant and other Released Parties as set forth in the Settlement Agreement. This payment is final and conclusive.

Please be advised that you have until **April 4, 2024**, to cash and/or deposit the check. Thereafter, your check shall be deemed void, and you will not be entitled to receive any payment under this Settlement.

You should consult with your tax advisor to determine the tax consequences, if any, of this Settlement payment to you.

All inquiries and address changes should be in writing, reference your Class Member ID or check number, and be forwarded to the Settlement Administrator at: Kronos Private Cloud Settlement, c/o Kroll Settlement Administration LLC, P.O Box 225391, New York, NY 10150-5391. You may also contact the Settlement Administrator using the ‘Contact’ page of the Settlement Website, www.KronosPrivateCloudSettlement.com, or by calling the toll-free number: (833) 747-6267.

Thank you,

Kroll Settlement Administration LLC

Settlement Administrator